

LOUDOUN COUNTY LAND DEVELOPMENT APPLICATION

- (1) *This application form must be filled out in its entirety.*
- (2) *An incomplete application form will result in rejection of the application prior to checklist review.*
- (3) *If additional space is needed to complete any section of this application, attach a separate sheet containing all the required information and refer to such where appropriate on the form.*
- (4) *Do not write in shaded areas.*
- (5) *See attached Instructions for completing the Land Development Application.*

PLEASE PRINT IN INK OR USE TYPEWRITER

TYPE OF APPLICATION <u>SPEX</u>		Application Number Assigned	
<input checked="" type="checkbox"/> 1972 Zoning Ordinance		Fee Amount Paid	
<input type="checkbox"/> 1993 Zoning Ordinance		Receipt Number	
<input type="checkbox"/> Revised 1993 Zoning Ordinance		Date of Official Acceptance	
Calculations of Bond (CPAP, CPAP REVISION, REST, STPL, STPR & STMP)			
N/A			
Total Number of Cross-Sections (FPAL Type II & FPST)			
N/A			
Estimated Square Feet of Land Disturbance (SPEX)			
Approx. 12,000 SF			
Project Name: Discovery		Subdivision Name (if different from project name):	
		Subdivision Section:	
		Lot Numbers:	
Description of Proposed Project: (Must be completed) Special exception approval to allow commercial office use of entire property. Special exception approval to allow positioning of communication and transmission facilities on the property.			
Number and Types of Proposed Lots		PROPOSED RESIDENTIAL UNITS (This section is to be completed for all residential applications).	
Residential	_____	Total Units	Quantity Affordable
Non-residential	_____		Quantity Elderly
Conservancy	_____	Detached	
Open Space	_____	Semi-detached	
Other (Specify type)	_____	Townhouse	
		Multi-family	
		Other (specify)	
Total Lots		Total	
PROPOSED NON-RESIDENTIAL SQUARE FOOTAGE This section must be completed for all non-residential applications and non-residential components of residential applications. Describe the type (s) in the appropriated category and the total square footage for the category:			
Category	Description of Use	Square Footage	
Ag-Residential			
Sales & Service			
Office			
Industrial			
Gov't, Utilities & Public Service			
Recreation & Special Interests			
Transportation & Communications	Ground-mounted satellite antennas and supporting infrastructure	2,000 SF (support building)	
Education & Training			
Other (specify)			
Total Square Footage		2,000 SF	
PROJECT LOCATION			
Property Address: 45580 Terminal Drive, Sterling, VA 20166	Property Location: Intersection of Shaw Road and Terminal Drive, Sterling	Adjacent Roads Shaw Road Terminal Drive	
ELECTION DISTRICT(S)	Dulles		
PROPERTY TAX MAP, ACREAGE AND ZONING INFORMATION			
Tax Map Number(s) or Pin Number Reference(s)	Zoning District(s)	Acreage	Zoning Status
033-16-5945-000	PD-IP	7.86	Existing N/A
			Proposed N/A

March 2, 2009

SURROUNDING LAND USES AND ZONING			
List all surrounding land uses and zoning districts adjacent to the property, including those across roads.			
LAND USE		ZONING	
NORTH	Business Use	PD-IP	
SOUTH	Business Use	PD-IP	
EAST	Business Use	PD-IP	
WEST	Business Use	PD-IP	

APPLICANT(S)			
Company Name	Discovery Productions Group, Inc	Company Name	
Name of Person & Title	John Honeycutt Executive Vice President	Name of Person & Title	
Mailing Address	One Discovery Place	Mailing Address	
City, State, Zip Code	Silver Spring, MD 20910	City, State, Zip Code	
Daytime Telephone		Daytime Telephone	
E-mail Address		E-mail Address	
Correspondent?	Yes No <input checked="" type="checkbox"/> X	Correspondent?	Yes No

PROPERTY OWNER(S)			
Company Name	Discovery Productions Group, Inc	Company Name	
Name of Person & Title	John Honeycutt Executive Vice President	Name of Person & Title	
Mailing Address	One Discovery Place	Mailing Address	
City, State, Zip Code	Silver Spring, MD 20910	City, State, Zip Code	
Daytime Telephone		Daytime Telephone	
E-mail Address		E-mail Address	
Correspondent?	Yes No <input checked="" type="checkbox"/> X	Correspondent?	Yes No

REPRESENTATIVE(S)			
Company Name	Cooley Godward Kronish LLP	Company Name	
Name of Person & Title	Ben I. Wales, AICP Senior Land Use Planner	Name of Person & Title	
Mailing Address	11951 Freedom Drive	Mailing Address	
City, State, Zip Code	Reston, VA 20190	City, State, Zip Code	
Daytime Telephone	(703) 456 8609	Daytime Telephone	
E-mail Address	bwales@cooley.com	E-mail Address	
Correspondent?	Yes <input checked="" type="checkbox"/> X No	Correspondent?	Yes No

CERTIFICATIONS	
APPLICANT(S): The information provided is accurate to the best of my knowledge. I acknowledge that any percolation tests, topographic studies, or other requirements of the Health Official, Director of Building and Development, or Zoning Administrator will be carried out at my expense. I understand that the County may deny, approve, or conditionally approve that for which I am applying. I certify that all property corners have been clearly staked and flagged.	
<div style="border-bottom: 1px solid black; margin-bottom: 5px;"> John Honeycutt Printed Name of Applicant </div> <div style="display: flex; justify-content: space-between; align-items: flex-end;"> <div style="border-bottom: 1px solid black; width: 80%;"> John Honeycutt </div> <div style="text-align: right;"> 12/7/09 Date </div> </div>	<div style="border-bottom: 1px solid black; margin-bottom: 5px;"> Printed Name of Applicant </div> <div style="border-bottom: 1px solid black; margin-bottom: 5px;"> Signature of Applicant </div> <div style="text-align: right; margin-bottom: 5px;"> Date </div>
PROPERTY OWNER(S) (to be signed by all property owners): I have read this completed application, understand its intent, and freely consent to its filing. Furthermore, I grant permission to the Department of Building and Development and/or Planning and other authorized government agents to enter the property and make such investigations and tests as they deem necessary.	
<div style="border-bottom: 1px solid black; margin-bottom: 5px;"> John Honeycutt Printed Name of Property Owner </div> <div style="display: flex; justify-content: space-between; align-items: flex-end;"> <div style="border-bottom: 1px solid black; width: 80%;"> John Honeycutt </div> <div style="text-align: right;"> 12/7/09 Date </div> </div>	<div style="border-bottom: 1px solid black; margin-bottom: 5px;"> Printed Name of Property Owner </div> <div style="border-bottom: 1px solid black; margin-bottom: 5px;"> Signature of Property Owner </div> <div style="text-align: right; margin-bottom: 5px;"> Date </div>

March 2, 2009

From: VanHorn, Ginni
Sent: Friday, December 11, 2009 3:38 PM
To: 'bwales@cooley.com'
Subject: Discovery - SPEX 2009-0037 & SPEX 2009-0038

Hey Ben,

Please revise all plat sheets to show the correct Tax Map number and PIN number for the adjacent parcel to the southeast owned by Commonwealth Associates Ltd. Partnership. The correct Tax Map number is /94//10/////7/ and the correct PIN is 033-17-4508. Once the revisions are made, please submit 6 additional copies of the plat and 6 additional copies of the SOJ with attachments. In addition, please submit the plat and SOJ including attachments electronically in an email or on disk. Let me know if you have any questions. Have a great weekend. G

Also, as we discussed, George Phillips will need to sign off on the traffic memo prior to acceptance.

Ginni Van Horn, Land Use Review Planner
Loudoun County Department of Planning
1 Harrison Street, 3rd Floor, MS 62
Leesburg, VA 20177-7000
703-777-0647 (direct)
703-777-0246 (main line)
703-777-0441 (fax)
ginni.vanhorn@loudoun.gov

Ben I. Wales
(703) 456-8609
bwales@cooley.com

December 8, 2009

Ginni Van Horn
Department of Planning
Loudoun County
1 Harrison St., S.E., 3rd Floor
Leesburg, Virginia 20177-7000



RE: Discovery Productions Group, Inc. - Special Exception Application

Dear Ginni:

On behalf of Discovery Productions Group, Inc., (the "Applicant"), we are pleased to submit the enclosed Special Exception Application. The submission package includes the following application documents:

1. A completed and signed Minimum Submission Requirements for a Special Exception Application form.
2. A completed and signed Land Development Application Form.
3. A Certificate of Payment of Taxes for the property subject to the application.
4. Completed, signed and notarized Disclosures of Real Parties in Interest form.
5. The application fee check in the amount of \$15,750.
6. Three (3) check copies of the Statement of Justification, which includes a project summary.
7. Three (3) check copies of the Special Exception plans.
8. Two (2) sets of pre-printed mailing labels with the addresses of all adjacent property owners.

Please let me know when the acceptance review has been completed and we will provide you with the appropriate number of plans and other documents for Staff review. Thank you for your attention to this matter.

Ginni Van Horn
December 8, 2009
Page Two

Please do not hesitate to contact me if you have any questions or require any additional information.

Sincerely,



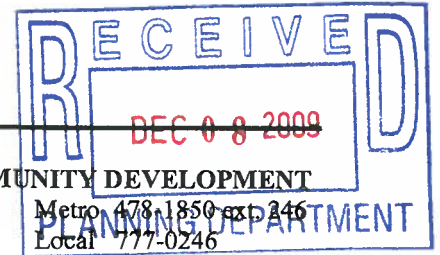
Ben I. Wales
Cooley Godward Kronish LLP

Enclosures

cc: Glenn DeFriest, Discovery Communications Group, Inc.
Sumeet Seam, Discovery Communications Group, Inc.
Mark Looney, Cooley Godward Kronish, LLP

422341 v1/RE

LOUDOUN COUNTY DEPARTMENT OF PLANNING, ZONING AND COMMUNITY DEVELOPMENT
39 Catocin Circle, S.E. Leesburg, Virginia 22075



MINIMUM SUBMISSION REQUIREMENTS FOR SPECIAL EXCEPTION APPLICATION

Application No. _____

TO BE COMPLETED BY THE APPLICANT

Project Name: Discovery

Proposed Use: Commercial Office & Communications and Transmission Uses

Location: 45580 Terminal Drive, Sterling, VA 20166

Tax Map(s); Parcel #(s): Tax Map 94((10)), Parcel 1 (MCPI# 033-16-5945)

Owner(s): Discovery Productions Group, Inc Telephone: (240) 6622 348

Applicant/Authorized Agent: Discovery Productions Group, Inc Telephone: (240) 6622 348

Engineer/Surveyor: Joyce Lupia, The Engineering Groupe Telephone: (540) 710 5987

Attorney: Ben I. Wales, Cooley Godward Kronish LLP Telephone: (703)4568609

Signature of Person Completing Checklist: Ben Wales Date: 12/8/09

TO BE COMPLETED BY PLANNING OFFICE PERSONNEL

Date Received: _____ Date Reviewed: _____

Reviewed By: _____ Date Accepted/Not Accepted: _____

Reason(s) For Not Accepting: _____

PIN Number _____

A. APPLICANT RESPONSIBILITIES. The applicant must complete all of the Special Exception information contained in this checklist, or present written approval for any deviation therefrom. Written approval from the designated department for any deviation from mandatory requirements must be obtained prior to application submission. After the application packet and signed checklist is submitted, the applicant must meet with County Planning personnel and demonstrate how the application meets submittal requirements.

If the application is judged incomplete, the staff will identify in writing the deficiencies which must be corrected. The application will not be accepted for processing. The fee and materials will be returned to the applicant.

All required forms are available in the Department of Planning, Zoning and Community Development.

Approved Deviations:

The Applicant has requested a waiver of the required Transportation Analysis from Office of Transportation Services.

B. <u>LAND DEVELOPMENT APPLICATION FORM.</u>	SUBMITTED		
	YES	NO	N/A
1. Name of the applicant(s)	X		
2. Applicant(s) address; city/state/zip	X		
3. Applicant(s) telephone number(s)	X		
4. Authorized representative	X		
5. Representative's address; city/state/zipcode	X		
6. Representative's telephone number(s)	X		
7. Property owner(s)	X		
8. Property owner(s) address; city/state/zipcode	X		

9. Property owner(s) telephone number(s)	X		
10. Present zoning classification(s)	X		
	SUBMITTED		
B. <u>LAND DEVELOPMENT APPLICATION FORM (Con't)</u>	YES	NO	N/A
11. Project location.	X		
12. Tax map(s) & parcel number(s)	X		
13. Proposed name of the subdivision, development or business	X		
14. Election district(s) in which the proposed special exception is located	X		
15. Signature of the applicant	X		
16. Signature of the owner	X		
APPLICANT COMMENTS: _____ _____ _____ _____		STAFF COMMENTS: _____ _____ _____ _____	
	SUBMITTED		
	YES	NO	N/A
C. <u>USE VALUE ASSESSMENT PROGRAM.</u> Provide a statement which identifies any parcel(s) currently subject to the County's Use Value Assessment that are included as part of this application.			X
D. <u>DISCLOSURE OF REAL PARTIES IN INTEREST.</u> Provide completed Disclosure Form(s).	X		
E. <u>TAX CERTIFICATE.</u> Provide one copy of a certificate issued by the County Treasurer confirming payment of all applicable taxes.	X		
F. <u>FEES.</u> Provide a check made payable to the County of Loudoun.	X		
G. <u>BUILDING DESIGN.</u> If applicable, provide 15 copies of floor plans and elevation for the front, sides and rear of any onsite structures proposed.	X		

APPLICANT COMMENTS: _____ _____ _____ _____	STAFF COMMENTS: _____ _____ _____ _____		
	YES	NO	N/A
H. <u>STATEMENT OF JUSTIFICATION.</u> Provide 15 copies of a Statement of Justification detailing the reason(s) why the granting of a special exception is appropriate. The statement must address the standards contained in Section 1211 of the Zoning Ordinance for applications requiring Board of Supervisors action, or Section 1105 for applications requiring Board of Zoning Appeals action.	X		
I. <u>FLOODPLAIN STUDY.</u> Submit with all applications located in the PD Zoning districts a floodplain study for any portion of a tract of land containing floodplain located within a watershed greater than 100 acres. If no floodplain meeting these specifications exists on the property, submit a certificate stating that no such floodplain exists. The floodplain study shall conform to the technical requirements contained in Section 740 of the Zoning Ordinance.			X
APPLICANT COMMENTS: _____ _____ _____ _____	STAFF COMMENTS: _____ _____ _____ _____		
	SUBMITTED		
	YES	NO	N/A
J. <u>SPECIAL EXCEPTION PLAT.</u>			
15 folded copies of a special exception plat is required for submission, with the title block visible and drawn at a scale of 1" = 200'. Due to parcel size of a project, the applicant may request a deviation to a more meaningful map scale. However, at least one site plan must be provided at a scale of 1" = 200'. An 8 1/2" x 11" transparency reduction of the site plan will also be provided prior to the public hearings.	X		
The special exception plat shall include the following information:			
1. The scale, north point and date;	X		

2. The boundary of the property showing bearings and distances;	X		
3. Owner's names and zoning of adjacent property;	X		
4. Location and dimensions of all structures parking/loading areas and signs, existing, and proposed;	X		
5. Location of any structures within 200' of the proposed structure/use;	X		
6. Signature of the property owner or applicant;	X		
7. An insert vicinity map drawn at a scale of 1" = 1,000' to show location of the proposal in respect to the County;	X		
8. Location of proposed/existing well and septic system. Provision of evidence that application has been made to the County Health Department for proposed project's sewer and water systems if Loudoun County Sanitation Authority service is not available;	X		
9. Location and dimensions of existing/proposed State road entrance;	X		
10. Dimensions of all yards, buildings and parking front, side, and rear setbacks;	X		
11. Indicate how adjacent and neighboring properties will be protected from any adverse impacts caused by the proposed use through the location and dimensions of proposed screening, fencing and/or buffer areas.	X		
APPLICANT COMMENTS: _____ _____ _____ _____		STAFF COMMENTS: _____ _____ _____ _____	

		SUBMITTED		
		YES	NO	N/A
K. <u>TRANSPORTATION ANALYSIS.</u> A transportation analysis is a major consideration of a special exception. Each application must include 15 copies of a transportation analysis appropriate to the scale and complexity of the application. Every analysis will include the following elements:				X
1. <u>Base Conditions:</u> Identify existing conditions and traffic volumes for the external road network serving the site;				
2. <u>Projected Conditions:</u> Based on the land uses within and outside the project, project internal and external traffic volumes; show trip generation rates for morning and evening peak hours; provide the internal/external trip distribution and intersection analyses;				
3. <u>Impacts:</u> Demonstrate the adequacy of the project's internal road network; identify offsite access or traffic control measure improvements generated exclusively by the traffic demands of the proposed project;				
4. <u>Recommended Internal and Offsite Road Improvements:</u> Examples of items which should be included in this section are: (1) typical sections for each project street category; (2) a phasing plan which delineates the public transportation improvements that will be provided simultaneously with the construction of each development phase. Justification must be presented to and granted by the Director of Technical Services for deviation from this requirement.				
APPLICANT COMMENTS: _____ _____ _____ _____ _____		STAFF COMMENTS: _____ _____ _____ _____ _____		

L. CERTIFICATION OF APPLICATION SUBMISSION

I hereby certify that the above stated information is included in the attached special exception application and accompanying materials. Further, I have included on the site plan any conditions required by proffers of an approved rezoning for the site, or required by a variance approval, special agreements or covenants.

Ben I. Wales
Ben I. Wales
APPLICANT NAME

Cooley Godward Kronish LLP, 11951 Freedom Drive,
Reston, VA 20190
ADDRESS

12/8/09
DATE

Application: _____ Accepted _____ Rejected

Planning Specialist

Date

Loudoun County Real Estate Tax, Assessment & Parcel Database

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Real Estate Tax - 2009

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Owner and Legal - Commercial

[Pay Taxes](#)[Assessment](#)

PIN: 033-16-5945-000	Tax Map: /94//10/////1/
Current Owner Name& Address: DISCOVERY PRODUCTIONS GROUP INC 1 DISCOVERY PL SILVER SPRING MD 20910-3354	Jan 1 Owner Name& Address: DISCOVERY PRODUCTIONS GROUP INC 1 DISCOVERY PL SILVER SPRING MD 20910-3 35 4
Legal Description: COMMONWEALTH CENTER L.1A 200705220038532P 200308250110414	Acreage: 7.86 Land Use: No
Annual Taxable Assessment: \$5,474,300	

District: Regular		Supplement:		Tax Rate: 1.245 per \$100 assessed value	
1st Half		Original Due Date: 6/5/2009		Date Levied: 4/8/2009	
Taxable Assessment: \$2,737,150		Waiver Date:		Date Last Paid: 5/29/2009	
	Tax Amount	Late Penalty	Interest Amount	Fees	Total Amount
Levied:	\$34,077.52				\$34,077.52
Paid:	\$34,077.52	\$0.00	\$0.00	\$0.00	\$34,077.52
Refunded:	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Due:	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
District: Route 28		Supplement:		Tax Rate: 0.18 per \$100 assessed value	
1st Half		Original Due Date: 6/5/2009		Date Levied: 4/8/2009	
Taxable Assessment: \$2,737,150		Waiver Date:		Date Last Paid: 5/29/2009	
	Tax Amount	Late Penalty	Interest Amount	Fees	Total Amount
Levied:	\$4,926.87				\$4,926.87
Paid:	\$4,926.87	\$0.00	\$0.00	\$0.00	\$4,926.87
Refunded:	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Due:	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

District: Regular		Supplement:		Tax Rate: 1.245 per \$100 assessed value	
2nd Half		Original Due Date: 12/7/2009		Date Levied: 4/8/2009	
Taxable Assessment: \$2,737,150		Waiver Date:		Date Last Paid: 11/17/2009	

	Tax Amount	Late Penalty	Interest Amount	Fees	Total Amount
Levied:	\$34,077.52				\$34,077.52
Paid:	\$34,077.52	\$0.00	\$0.00	\$0.00	\$34,077.52
Refunded:	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Due:	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
District: Route 28		Supplement:		Tax Rate: 0.18 per \$100 assessed value	
2 nd Half		Original Due Date: 12/7/2009		Date Levied: 4/8/2009	
Taxable Assessment: \$2,737,150		Waiver Date:		Date Last Paid: 11/17/2009	
	Tax Amount	Late Penalty	Interest Amount	Fees	Total Amount
Levied:	\$4,926.87				\$4,926.87
Paid:	\$4,926.87	\$0.00	\$0.00	\$0.00	\$4,926.87
Refunded:	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Due:	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

Date of Query: 12/11/2009

Loudoun County Real Estate Tax, Assessment & Parcel Database[Home](#) | [Search By](#) | [Contact Us](#)**Tax History - Commercial**[Map It](#)[Recent Sales](#)[Pay Taxes](#)[Ass](#)

Jan 1 2009 Owner: DISCOVERY PRODUCTIONS GROUP INC

Current Owner: DISCOVERY PRODUCTIONS GROUP INC

Tax Map Number: /94//10/////1/

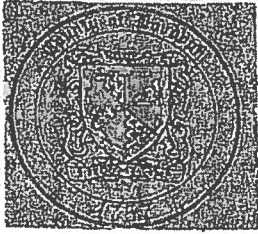
PIN: 033-16-5945-000



For details on total taxes paid, click on the applicable year. If UNPAID status indicated, click on applicable total amount now due, including late payment penalty, interest or other applicable fees.

Levy Year	Tax District	Supplement	Annual Taxable Assessment	Tax Rate	Annual Tax Levied	1st Half Pay Status	2nd s
2009	Regular		\$5,474,300	1.245	\$68,155.04	Fully Paid	U
	Route 28		\$5,474,300	0.18	\$9,853.74	Fully Paid	U
2008	Regular		\$5,475,200	1.14	\$62,417.28	Fully Paid	Fu
	Route 28		\$5,475,200	0.2	\$10,950.40	Fully Paid	Fu
2007	Regular		\$5,200,600	0.917	\$47,689.50	Fully Paid	Fu
	Route 28		\$5,200,600	0.2	\$10,401.20	Fully Paid	Fu
	Fire/EMS		\$5,200,600	0.043	\$2,236.26	Fully Paid	Fu
2006	Regular		\$4,658,100	0.89	\$41,457.09	Fully Paid	Fu
	Route 28		\$4,658,100	0.2	\$9,316.20	Fully Paid	Fu
2005	Regular		\$4,156,300	1.04	\$43,225.52	Fully Paid	Fu
	Route 28		\$4,156,300	0.2	\$8,312.60	Fully Paid	Fu
2004	Regular		\$3,620,700	1.1075	\$40,099.25	Fully Paid	Fu
	Route 28		\$3,620,700	0.2	\$7,241.40	Fully Paid	Fu
2003	Regular		\$5,074,400	1.11	\$56,325.84	Fully Paid	Fu
	Route 28		\$5,074,400	0.2	\$10,148.80	Fully Paid	Fu
2002	Regular		\$6,864,900	1.05	\$72,081.45	Fully Paid	Fu
	Route 28		\$6,864,900	0.2	\$13,729.80	Fully Paid	Fu
2001	Regular		\$6,183,900	1.08	\$66,786.12	Fully Paid	Fu
	Route 28		\$6,183,900	0.2	\$12,367.80	Fully Paid	Fu
2000	Regular		\$546,200	1.08	\$5,898.96	Fully Paid	Fu
	Route 28		\$546,200	0.2	\$1,092.40	Fully Paid	Fu
1999	Regular		\$482,500	1.11	\$5,355.75	Fully Paid	Fu
	Route 28		\$482,500	0.2	\$965.00	Fully Paid	Fu
1998	Regular		\$455,200	1.11	\$5,052.72	Fully Paid	Fu
	Route 28		\$455,200	0.2	\$910.40	Fully Paid	Fu
1997	Regular		\$318,600	1.06	\$3,377.16	Fully Paid	Fu

	Route 28		\$318,600	0.2	\$637.20	Fully Paid	Fu
<u>1996</u>	Regular		\$300,400	1.03	\$3,094.12	Fully Paid	Fu
	Route 28		\$300,400	0.2	\$600.80	Fully Paid	Fu
<u>1995</u>	Regular		\$273,100	0.99	\$2,703.69	Fully Paid	Fu
	Route 28		\$273,100	0.2	\$546.20	Fully Paid	Fu
<u>1994</u>	Regular		\$273,100	1.02	\$2,785.62	Fully Paid	Fu
	Route 28		\$273,100	0.2	\$546.20	Fully Paid	Fu
<u>1993</u>	Regular		\$454,100	1	\$4,541.00	Fully Paid	Fu
	Route 28		\$454,100	0.2	\$908.20	Fully Paid	Fu
<u>1992</u>	Regular		\$635,800	0.96	\$6,103.68	Fully Paid	Fu
	Route 28		\$635,800	0.2	\$1,271.60	Fully Paid	Fu
<u>1991</u>	Regular		\$908,200	0.94	\$8,537.08	N/A	Fu
	Route 28		\$908,200	0.2	\$1,816.40	N/A	Fu
<u>1990</u>	Regular		\$1,180,700	0.85	\$10,035.95	N/A	Fu
	Route 28		\$1,180,700	0.2	\$2,361.40	N/A	Fu
<u>1989</u>	Regular		\$1,180,700	0.88	\$10,390.16	N/A	Fu
	Route 28		\$1,180,700	0.2	\$2,361.40	N/A	Fu
<u>1988</u>	Regular		\$862,800	0.95	\$8,196.60	N/A	Fu
	Route 28		\$862,800	0.2	\$1,725.60	N/A	Fu
<u>1987</u>	Regular		\$563,100	0.88	\$4,955.28	N/A	Fu



Loudoun County, Virginia

Department of Planning

1 Harrison Street, S.E., 3rd Floor, P.O. Box 7000, Leesburg, VA 20177-7000

Telephone (703) 777-0246 • Fax (703) 777-0441

RECORD OF PRE-APPLICATION CONFERENCE

PRE-APPLICATION CASE NUMBER/NAME/CASE TYPE	PRAP 2009-0071 Discovery Productions Group, Inc. Satellite Antennas	SPEX 10/13/09 1:00
DATE OF CONFERENCE		

ATTENDANCE LISTING

NAME	AFFILIATION
Robyn Bailey	LC Econ Devel.
Glen DeFriest	Discovery
BEN WALES.	COOLEY GODWARD KRONISH
Andrew Williamson	B+D Zoning
Marilyn Seigfried	B+D Zoning
SUMEET SEAM	DISCOVERY COMMUNICATIONS
Mindy Williams	Access Point Public Affairs LLC
Mark Looney	Cooley Godward Kronish LLP
Pat Giglio	L.C. Community Planning

I verify that a pre-application conference on the above-referenced proposal has been conducted in accordance with Article VI of the *Loudoun County Zoning Ordinance*. No matters discussed shall be binding on either the applicant or the County. A copy of this form shall be submitted by the applicant with the official application for checklist review. A summary of issues discussed is not required to be submitted with the official application.

Director, Department of Planning or Designee:

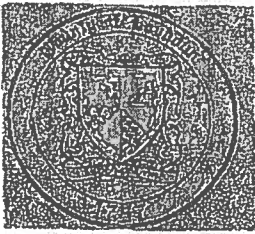
John Menith

Date:

10-13-09

Application Fee:

\$6,570.00



Loudoun County, Virginia

Department of Planning

1 Harrison Street, S.E., 3rd Floor, P.O. Box 7000, Leesburg, VA 20177-7000

Telephone (703) 777-0246 • Fax (703) 777-0441

SYNOPSIS OF PRE-APPLICATION CONFERENCE ISSUES DISCUSSED

PRE-APPLICATION CASE NUMBER/NAME/CASE TYPE	PRAP 2009-0071 Discovery Productions Group, Inc. Satellite Antennas	SPEX 10/13/09 1:00
DATE OF CONFERENCE		

1. ISSUES RAISED BY THE APPLICANT

Discovering production facility on Shaw Rd. Receive data, edit content and then send content off-site for transmission to cable companies. Receive-only antenna are accessory to office. However office bldg subject to SPEX while satellite site is not part of SPEX. Now need SPEX to 'consolidate' both sites and allow antenna. Now proposing to consolidate several operations to this site. Adding transmission antenna means use is not accessory to existing operation. Proposal puts both ^{site} under same SPEX for office. Add SPEX for "public utilities, ~~telecommunication~~, and transmission."

2. COMPREHENSIVE PLANNING ISSUES DISCUSSED

Suburban Office Area - designated for Business Use Telecommunication Office support antennae in industrial areas. Issue may be the extent of landscaping and buffering.

Commission Permit may be needed if intent is to 'broadcast' the signal.

Suggest simulations (photos) be included to show visual of antennae.

3. ZONING ISSUES DISCUSSED ☒ 1972. ☐ 1993 ☐ Revised 1993 Zoning Ordinance

Proposal considered a public utility under 1972 Ordinance. Standards of 1211.5 will apply.

Use is "Public utility, communication, transmission".

4. TRANSPORTATION ISSUES DISCUSSED

No new traffic generation

To scope traffic study, contact George Phillips, Office of Transportation Services 703-737-8624.

5. OTHER ISSUES DISCUSSED

Applicant would like to have an upper limit on number of antennae and have ability to move antennae around the site. Staff suggested using a building envelope. Power will be provided through existing building.

6. REVIEW AND PROCESSING PROCEDURES DISCUSSED

SPRX goes straight to Board. Site plan can be reviewed concurrently.

Conference Coordinator:

John Pfeiffer

Date:

10-13-09

I, Ben I. Wales, do hereby state that I am an

 Applicant

X Applicant's Authorized Agent listed in Section C.1. below

in Application Number(s):

and that to the best of my knowledge and belief, the following information is true:



C. DISCLOSURES: REAL PARTIES IN INTEREST AND LAND USE PROCEEDINGS

1. REAL PARTIES IN INTEREST

The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS** and **LESSEES** of the land described in the application* and if any of the forgoing is a **TRUSTEE**** each **BENEFICIARY** of such trust, and all **ATTORNEYS**, and **REAL ESTATE BROKERS**, and all AGENTS of any of the foregoing.

All relationships to the persons or entities listed above in **BOLD** print must be disclosed. Multiple relationships may be listed together (ex. Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner, etc.) For a multiple parcel application, list the Parcel Identification Number (PIN) of the parcel(s) for each owner(s).

PIN	NAME (First, M.I., Last)	ADDRESS (Street, City, State, Zip Code)	RELATIONSHIP (Listed in bold above)
033-16-5945	Discovery Productions Group, Inc. - Glenn A. DeFriest - Sumeet (nmi) Seam - Catherine (nmi) Carroll - John K. Honeycutt - Alexa (nmi) Verveer - Tamara A. Baker	One Discovery Place Silver Spring, MD 20910	Applicant/Property Owner
	Precision Consulting, Inc. - James E. Schoolfield, Jr.	130 Beagle Trail Wilmington, NC 28409	Consultant/Agent
	Access Point Public Affairs, LLC - Mindy M. Williams	13028 Dunhill Drive, Suite 100 Fairfax VA 22030	Consultant/Agent

* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.

** In the case of a TRUSTEE, list Name of Trustee, name of Trust, if applicable, and name of each beneficiary.

Check if applicable:

X There are additional Real Parties in Interest. See Attachment to Paragraph C-1.

I, Ben I. Wales, do hereby state that I am an

 Applicant

X Applicant's Authorized Agent listed in Section C.1. below

in Application Number(s):

and that to the best of my knowledge and belief, the following information is true:

C. DISCLOSURES: REAL PARTIES IN INTEREST AND LAND USE PROCEEDINGS

1. REAL PARTIES IN INTEREST

The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS** and **LESSEES** of the land described in the application* and if any of the forgoing is a **TRUSTEE**** each **BENEFICIARY** of such trust, and all **ATTORNEYS**, and **REAL ESTATE BROKERS**, and all AGENTS of any of the foregoing.

All relationships to the persons or entities listed above in **BOLD** print must be disclosed. Multiple relationships may be listed together (ex. Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner, etc.) For a multiple parcel application, list the Parcel Identification Number (PIN) of the parcel(s) for each owner(s).

<i>PIN</i>	<i>NAME (First, M.I., Last)</i>	<i>ADDRESS (Street, City, State, Zip Code)</i>	<i>RELATIONSHIP (Listed in bold above)</i>
	The Engineering Groupe - Christopher J. Lupia - Joyce M. Lupia	13580 Groupe Drive, Woodbridge, VA 22192	Engineer/Agent
	Archcentric PC - David C. Baker - Richard L. Hoffman	7951 East Maplewood Avenue, Suite 2500, Greenwood Village, CO 80111	Architect/Agent
	Cooley Godward Kronish LLP -Antonio J. Calabrese -Mark C. Looney -Colleen P. Gillis Snow -Jill D. Switkin -Brian J. Winterhalter -Shane M. Murphy -Jeffrey A. Nein -John P. Custis -Ben I. Wales -Molly M. Novotny	11951 Freedom Drive, Suite 1500 Reston, VA 20190-5656	Attorney/Agents

* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.

** In the case of a TRUSTEE, list Name of Trustee, name of Trust, if applicable, and name of each beneficiary.

Check if applicable:

 There are additional Real Parties in Interest. See Attachment to Paragraph C-1.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, and if such corporation is an owner of the subject land, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Discovery Productions Group, Inc., One Discovery Place, Silver Spring, MD 20910

Description of Corporation:

X There are 100 or fewer shareholders and all shareholders are listed below.

___ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

___ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

___ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

SHAREHOLDER NAME (First, M.I., Last)	SHAREHOLDER NAME (First, M.I., Last)
Discovery Communications LLC	

Names of Officers and Directors:

NAME (First, M.I., Last)	Title (e.g. President, Treasurer)
David M. Zaslav	President and Chief Executive Officer
Mark G. Hollinger	Chief Operating Officer
Joseph A. LaSala, Jr.	Sr. Executive VP, General Counsel & Secretary
Bradley E. Singer	Chief Financial Officer and Treasurer
David R. Kline	Chief Information Officer
John K. Honeycutt	Executive Vice President, Chief Media Technology Officer
Larry W. Laque	Executive Vice President, Global Shared Services
Marc C. Filut	Senior Vice President – Tax
Glenn A. DeFriest	VP – Infrastructure Engineering & Facility

Check if applicable:

X There is additional Corporation Information. See Attachment to Paragraph C-2.

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Name and Address of Corporation: (complete name, street address, city, state, zip code)

Discovery Communications LLC, One Discovery Place, Silver Spring, MD 20910

Description of Corporation:

X There are 100 or fewer shareholders and all shareholders are listed below.

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___ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

___ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

SHAREHOLDER NAME (First, M.I., Last)	SHAREHOLDER NAME (First, M.I., Last)
Discovery Communications Holding, LLC	

Names of Officers and Directors:

NAME (First, M.I., Last)	Title (e.g. President, Treasurer)
John S. Hendricks	Chairman
David M. Zaslav	President and Chief Executive Officer
Mark G. Hollinger	Chief Operating Officer
Joseph A. LaSala, Jr.	Sr. Executive VP, General Counsel & Secretary
Bradley E. Singer	Chief Financial Officer and Treasurer
Adria Alpert Romm	Senior Executive Vice President – Human Resources
Bruce L. Campbell	President – Digital Media & Business Development
Marc C. Filut	Senior Vice President - Tax
Eugenia S. Collis	Vice President – Assistant Treasurer

Check if applicable:

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Name and Address of Corporation: (complete name, street address, city, state, zip code)

Discovery Communications Holding, LLC, One Discovery Place, Silver Spring, MD 20910

Description of Corporation:

X There are 100 or fewer shareholders and all shareholders are listed below.

___ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

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___ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
Discovery Communications, Inc.	
DHC Discovery Inc.	

Names of Officers and Directors:

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>
John S. Hendricks	Chairman
David M. Zaslav	President and Chief Executive Officer
Mark G. Hollinger	Chief Operating Officer
Joseph A. LaSala, Jr.	Sr. Executive VP, General Counsel & Secretary
Bradley E. Singer	Chief Financial Officer and Treasurer
Marc C. Filut	Senior Vice President - Tax
Eugenia S. Collis	Vice President – Assistant Treasurer

Check if applicable:

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Name and Address of Corporation: (complete name, street address, city, state, zip code)

Discovery Communications, Inc., One Discovery Place, Silver Spring, MD 20910

Description of Corporation:

☐ There are 100 or fewer shareholders and all shareholders are listed below.

☐ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

☐ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

☒ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

SHAREHOLDER NAME (First, M.I., Last)	SHAREHOLDER NAME (First, M.I., Last)

Names of Officers and Directors:

NAME (First, M.I., Last)	Title (e.g. President, Treasurer)
John S. Hendricks	Founder
David M. Zaslav	President and Chief Executive Officer
Mark G. Hollinger	Chief Operating Officer and Sr. Executive VP – Corporate Operations
Bradley E. Singer	Sr. Executive VP, Chief Financial Officer and Treasurer
Joseph A. LaSala, Jr.	Sr. Executive VP, General Counsel & Secretary
Adria Alpert Romm	Senior Executive VP – Human Resources
Thomas R. Colan	Executive VP, Chief Accounting Officer
Bruce L. Campbell	President – Digital Media & Corporate Development
Craig I. Felenstein	Senior VP – Investor Relations
Marc C. Filut	Senior VP - Tax
Joseph D. Abruzzese	President – Advertising Sales US Networks
William F Goodwyn	President – Domestic Distribution and Enterprises

Check if applicable:

☒ There is additional Corporation Information. See Attachment to Paragraph C-2.

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Name and Address of Corporation: (complete name, street address, city, state, zip code)

DHC Discovery Inc., One Discovery Place, Silver Spring, MD 20910

Description of Corporation:

X There are 100 or fewer shareholders and all shareholders are listed below.

___ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

___ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

___ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

<i>SHAREHOLDER NAME</i> (First, M.I., Last)	<i>SHAREHOLDER NAME</i> (First, M.I., Last)
AMHI, LLC	

Names of Officers and Directors:

<i>NAME</i> (First, M.I., Last)	<i>Title</i> (e.g. President, Treasurer)
David M. Zaslav	President and Chief Executive Officer
Mark G. Hollinger	Chief Operating Officer
Joseph A. LaSala, Jr.	Sr. Executive VP, General Counsel & Secretary
Bradley E. Singer	Chief Financial Officer and Treasurer
Marc C. Filut	Senior Vice President - Tax

Check if applicable:

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Name and Address of Corporation: (complete name, street address, city, state, zip code)

AMHI, LLC, One Discovery Place, Silver Spring, MD 20910

Description of Corporation:

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Names of Shareholders:

<i>SHAREHOLDER NAME</i> (First, M.I., Last)	<i>SHAREHOLDER NAME</i> (First, M.I., Last)
Discovery Holding Company	

Names of Officers and Directors:

<i>NAME</i> (First, M.I., Last)	<i>Title</i> (e.g. President, Treasurer)
David M. Zaslav	President and Chief Executive Officer
Mark G. Hollinger	Chief Operating Officer
Joseph A. LaSala, Jr.	Sr. Executive VP, General Counsel & Secretary
Bradley E. Singer	Chief Financial Officer and Treasurer
Marc C. Filut	Senior Vice President - Tax

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Name and Address of Corporation: (complete name, street address, city, state, zip code)

Discovery Holding Company, One Discovery Place, Silver Spring, MD 20910

Description of Corporation:

☒ *There are 100 or fewer shareholders and all shareholders are listed below.*

☐ *There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

☐ *There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

☐ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of Shareholders:

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
Discovery Communications, Inc.	

Names of Officers and Directors:

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>
David M. Zaslav	President
Mark G. Hollinger	Vice President
Joseph A. LaSala, Jr.	Vice President, General Counsel & Secretary
Bradley E. Singer	Vice President & Treasurer
Marc C. Filut	Vice President - Tax

Check if applicable:

☒ *There is additional Corporation Information. See Attachment to Paragraph C-2.*

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Name and Address of Corporation: (complete name, street address, city, state, zip code)

Precision Consulting, Inc., 130 Beagle Trail, Wilmington, NC 28409

Description of Corporation:

X There are 100 or fewer shareholders and all shareholders are listed below.

___ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

___ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

___ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

<i>SHAREHOLDER NAME</i> (First, M.I., Last)	<i>SHAREHOLDER NAME</i> (First, M.I., Last)
James E. Schoolfield, Jr.	
Rhonda F. Schoolfield	

Names of Officers and Directors:

<i>NAME</i> (First, M.I., Last)	<i>Title</i> (e.g. President, Treasurer)
James F. Schoolfield, Jr.	President
Rhonda F. Schoolfield	Secretary/Treasurer

Check if applicable:

X There is additional Corporation Information. See Attachment to Paragraph C-2.

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Name and Address of Corporation: (complete name, street address, city, state, zip code)

Access Point Public Affairs, LLC, 13028 Dunhill Drive, Suite 100, Fairfax VA 22030

Description of Corporation:

X There are 100 or fewer shareholders and all shareholders are listed below.

___ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

___ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

___ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

SHAREHOLDER NAME (First, M.I., Last)	SHAREHOLDER NAME (First, M.I., Last)
Mindy M. Williams	
Michael P. Carlin	

Names of Officers and Directors:

NAME (First, M.I., Last)	Title (e.g. President, Treasurer)
Mindy M. Williams	Chief Operating Officer
Michael P. Carlin	Chief Executive Officer

Check if applicable:

X There is additional Corporation Information. See Attachment to Paragraph C-2.

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Name and Address of Corporation: (complete name, street address, city, state, zip code)

The Engineering Groupe, 13580 Groupe Drive, Woodbridge, VA 22192

Description of Corporation:

X There are 100 or fewer shareholders and all shareholders are listed below.

___ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

___ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

___ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

<i>SHAREHOLDER NAME</i> (First, M.I., Last)	<i>SHAREHOLDER NAME</i> (First, M.I., Last)
John S. Groupe, IV	

Names of Officers and Directors:

<i>NAME</i> (First, M.I., Last)	<i>Title</i> (e.g. President, Treasurer)
John S. Groupe, IV	President
Teresa L. Groupe	Secretary
Bruce A. Reese,	Officer

Check if applicable:

X There is additional Corporation Information. See Attachment to Paragraph C-2.

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Name and Address of Corporation: (complete name, street address, city, state, zip code)

Archcentric PC, 7951 East Maplewood Avenue, Suite 250, Greenwood Village, CO 80111

Description of Corporation:

X There are 100 or fewer shareholders and all shareholders are listed below.

___ There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

___ There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

___ There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

<i>SHAREHOLDER NAME</i> (First, M.I., Last)	<i>SHAREHOLDER NAME</i> (First, M.I., Last)
David C. Baker	
Richard L. Hoffman	
Timothy K. Green	
Christopher T Shipman	

Names of Officers and Directors:

<i>NAME</i> (First, M.I., Last)	<i>Title</i> (e.g. President, Treasurer)
David C. Baker	President
Richard L. Hoffman	Secretary
Timothy K. Green	Treasurer
Christopher T Shipman	Vice President

Check if applicable:

X There is additional Corporation Information. See Attachment to Paragraph C-2.

3. PARTNERSHIP INFORMATION

The following constitutes a listing of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in the affidavit.

Partnership name and address: (complete name, street address, city, state, zip)

Cooley Godward Kronish LLP, 11951 Freedom Drive, Suite 1500, Reston, VA 20190

X (check if applicable) The above-listed partnership has no limited partners.

Names and titles of the Partners:

<i>NAME</i> (First, M.I., Last)	<i>Title</i> (e.g. General Partner, Limited Partner, etc)
Jane K. Adams	Partner
Gian-Michele a Marca	Partner
Maureen P. Alger	Partner
Gordon C. Atkinson	Partner
Michael A. Attanasio	Partner
Jonathan P. Bach	Partner
Celia Goldwag Barenholtz	Partner
Frederick D. Baron	Partner
James A. Beldner	Partner

Check if applicable:

X Additional Partnership information attached. See Attachment to Paragraph C-3.

NAME (First, M.I., Last)	Title (e.g. General Partner, Limited Partner, etc)	NAME (First, M.I., Last)	Title (e.g. General Partner, Limited Partner, etc)
Keith J. Berets	Partner	Lester J. Fagen	Partner
Laura A. Berezin	Partner	Brent D. Fassett	Partner
Russell S. Berman	Partner	David J. Fischer	Partner
Laura Grossfield Birger	Partner	M. Wainwright Fishburn, Jr.	Partner
Barbara L. Borden	Partner	Jeffrey L. Cohen	Partner
Jodie M. Bourdet	Partner	Charles S. Kim	Partner
Wendy J. Brenner	Partner	John S. Kyle	Partner
Matthew J. Brigham	Partner	Daniel W. Frank	Partner
Robert J. Brigham	Partner	Richard H. Frank	Partner
John P. Brockland	Partner	William S. Freeman	Partner
James P. Brogan	Partner	Steven L. Friedlander	Partner
Nicole C. Brookshire	Partner	Thomas J. Friel, Jr.	Partner
Alfred L. Browne, III	Partner	Koji F. Fukumura	Partner
Matthew D. Brown	Partner	James F. Fulton, Jr.	Partner
Matthew T. Browne	Partner	Philip J. Gall	Partner
Robert T. Cahill	Partner	William S. Galliani	Partner
Antonio J. Calabrese	Partner	Stephen D. Gardner	Partner
Linda F. Callison	Partner	John M. Geschke	Partner
Roel C. Campos	Partner	Kathleen A. Goodhart	Partner
William Lesse Castleberry	Partner	Lawrence C. Gottlieb	Partner
Lynda K. Chandler	Partner	Shane L. Goudey	Partner
Dennis (nmi) Childs	Partner	William E. Grauer	Partner
Ethan E. Christensen	Partner	Jonathan G. Graves	Partner
Audrey K. Scott	Partner	Kimberley J. Kaplan-Gross	Partner
Samuel S. Coates	Partner	Paul E. Gross	Partner
Alan S. Cohen	Partner	Kenneth L. Guernsey	Partner
Thomas A. Coll	Partner	Patrick P. Gunn	Partner
Joseph W. Conroy	Partner	Zvi (nmi) Hahn	Partner
Jennifer B. Coplan	Partner	John B. Hale	Partner
Carolyn L. Craig	Partner	Andrew (nmi) Hartman	Partner
John W. Crittenden	Partner	Bernard L. Hatcher	Partner
Janet L. Cullum	Partner	Matthew B. Hemington	Partner
Nathan K. Cummings	Partner	Cathy Rae Hersheopf	Partner
John A. Dado	Partner	John (nmi) Hession	Partner
Craig E. Dauchy	Partner	Gordon K. Ho	Partner
Darren K. DeStefano	Partner	Suzanne Sawochka Hooper	Partner
Scott D. Devereaux	Partner	Mark M. Hrenya	Partner
Jennifer Fonner DiNucci	Partner	Christopher R. Hutter	Partner
Ian R. Shapiro	Partner	Jay R. Indyke	Partner
Michelle C. Doolin	Partner	Craig D. Jacoby	Partner
John C. Dwyer	Partner	Eric C. Jensen	Partner
Robert L. Eisenbach, III	Partner	Robert L. Jones	Partner

Check if applicable:

X Additional information for Item C-3 is included on an additional copy of page C-3.

NAME (First, M.I., Last)	Title (e.g. General Partner, Limited Partner, etc)	NAME (First, M.I., Last)	Title (e.g. General Partner, Limited Partner, etc)
Barclay J. Kamb	Partner	Timothy J. Moore	Partner
Richard S. Kanowitz	Partner	Webb B. Morrow, III	Partner
Jeffrey S. Karr	Partner	Kevin P. Mullen	Partner
Scott L. Kaufman	Partner	Frederick T. Muto	Partner
Sally A. Kay	Partner	Ryan (nmi) Naftulin	Partner
J. Michael Kelly	Partner	Stephen C. Neal	Partner
Jason L. Kent	Partner	James E. Nesland	Partner
James C. Kitch	Partner	Alison (nmi) Newman	Partner
Michael J. Klisch	Partner	William H. O'Brien	Partner
Michael H. Knight	Partner	Thomas D. O'Connor	Partner
Jason (nmi) Koral	Partner	Vincent P. Pangrazio	Partner
Barbara A. Kosacz	Partner	Timothy G. Patterson	Partner
Kenneth J. Krisko	Partner	Anne H. Peck	Partner
John G. Lavoie	Partner	D. Bradley Peck	Partner
Robin J. Lee	Partner	Susan Cooper Philpot	Partner
Shira Nadich Levin	Partner	Benjamin D. Pierson	Partner
Alan (nmi) Levine	Partner	Frank V. Pietrantonio	Partner
Michael S. Levinson	Partner	Mark B. Pitchford	Partner
Elizabeth L. Lewis	Partner	Michael L. Platt	Partner
Michael R. Lincoln	Partner	Christian E. Plaza	Partner
James C. T. Linfield	Partner	Lori R.E. Ploeger	Partner
David A. Lipkin	Partner	Thomas F. Poche	Partner
Chet F. Lipton	Partner	Anna B. Pope	Partner
Cliff Z. Liu	Partner	Marya A. Postner	Partner
Samuel M. Livermore	Partner	Steve M. Przesmicki	Partner
Douglas P. Lobel	Partner	Seth A. Rafkin	Partner
J. Patrick Loofbourrow	Partner	Frank F. Rahmani	Partner
Mark C. Looney	Partner	Marc (nmi) Recht	Partner
Robert B. Lovett	Partner	Thomas Z. Reicher	Partner
Andrew P. Lustig	Partner	Jordan A. Silber	Partner
Michael X. Marinelli	Partner	Michael G. Rhodes	Partner
John T. McKenna	Partner	Michelle S. Rhyu	Partner
Daniel P. Meehan	Partner	Julie M. Robinson	Partner
Beatriz (nmi) Mejia	Partner	Ricardo (nmi) Rodriguez	Partner
Thomas C. Meyers	Partner		
Erik B. Milch	Partner	Jane (nmi) Ross	Partner
Robert H. Miller	Partner	Richard S. Rothberg	Partner
Chadwick L. Mills	Partner	Adam J. Ruttenberg	Partner
Brian E. Mitchell	Partner	Adam (nmi) Salassi	Partner
Patrick J. Mitchell	Partner	Thomas R. Salley, III	Partner
Ann M. Mooney	Partner	Richard S. Sanders	Partner
Gary H. Moore	Partner	Glen Y. Sato	Partner

Check if applicable:

X Additional information for Item C-3 is included on an additional copy of page C-3.

NAME (First, M.I., Last)	Title (e.g. General Partner, Limited Partner, etc)	NAME (First, M.I., Last)	Title (e.g. General Partner, Limited Partner, etc)
Martin S. Schenker	Partner	John H. Toole	Partner
Joseph A. Scherer	Partner	Robert J. Tosti	Partner
		Michael S. Tuscan	Partner
Renee (nmi) Schwartz	Partner	Edward Van Geison	Partner
William J. Schwartz	Partner	Miguel J. Vega	Partner
Brent B. Siler	Partner	Erich E. Veitenheimer, III	Partner
Gregory A. Smith	Partner	Aaron J. Velli	Partner
Whitty (nmi) Somvichian	Partner	Robert R. Vieth	Partner
Mark D. Spoto	Partner	Lois K. Voelz	Partner
Wayne O. Stacy	Partner	Craig A. Waldman	Partner
Neal J. Stephens	Partner	Kent M. Walker	Partner
Donald K. Stern	Partner	David A. Walsh	Partner
Michael D. Stern	Partner	David M. Warren	Partner
Anthony M. Stiegler	Partner	Steven K. Weinberg	Partner
Steven M. Strauss	Partner	Thomas S. Welk	Partner
Myron G. Sugarman	Partner	Christopher A. Westover	Partner
Christopher J. Sundermeier	Partner	Francis R. Wheeler	Partner
Ronald R. Sussman	Partner	Brett D. White	Partner
C. Scott Talbot	Partner	Peter J. Willsey	Partner
Mark P. Tanoury	Partner	Nancy H. Wojtas	Partner
Philip C. Tencer	Partner	Jessica R. Wolff	Partner
Gregory C. Tenhoff	Partner	Nan (nmi) Wu	Partner
Michael E. Tenta	Partner		
Timothy S. Teter	Partner	Kevin J. Zimmer	Partner
Mazda K. Antia	Partner	Natasha V. Leskovsek	Partner
Elias J. Blawie	Partner	Bonnie Weiss McLeod	Partner
Connie N. Bertram	Partner	Mark A. Medearis	Partner
Wendy (nmi) Davis	Partner	Keith A. Miller	Partner
Renee R. Deming	Partner	Ian (nmi) O'Donnell	Partner
Eric S. Edwards	Partner	Amy E. Paye	Partner
Sonya F. Erickson	Partner	John W. Robertson	Partner
Alison J. Freeman-Gleason	Partner	John H. Sellers	Partner
Jon E. Gavenman	Partner	Mark B. Weeks	Partner
Jeffrey M. Gutkin	Partner	Mark (nmi) Weinstein	Partner
Chrystal N. Jensen	Partner	Mark (nmi) Windfield-Hansen	Partner
Mark L. Johnson	Partner	Mavis L. Yee	Partner
Heidi (nmi) Keefe	Partner	Christopher C. Campbell	Partner
Kevin F. Kelly	Partner	Babak (nmi) Yaghmaie	Partner
Kristen D. Kercher	Partner	Colleen Gillis Snow	Partner
Mark (nmi) Lambert	Partner	Peter H. Werner	Partner

Check if applicable:

___ Additional information for Item C-3 is included on an additional copy of page C-3.

4. ADDITIONAL INFORMATION

- a. One of the following options **must** be checked:

☐ In addition to the names listed in paragraphs C. 1, 2, and 3 above, the following is a listing of any and all other individuals who own in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

☒ Other than the names listed in C. 1, 2 and 3 above, no individual owns in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(a).*

- b. That no member of the Loudoun County Board of Supervisors, Planning Commission, Board of Zoning Appeals or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or through an interest in a partnership owning such land, or as beneficiary of a trust owning such land.

EXCEPT AS FOLLOWS: (If none, so state). None.

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(b).*

- c. That within the twelve-month period prior to the public hearing for this application, no member of the Loudoun County Board of Supervisors, Board of Zoning Appeals, or Planning Commission or any member of his immediate household, either individually, or by way of partnership in which any of them is a partner, employee, agent or attorney, or through a partner of any of them, or through a corporation (as defined in the Instructions at Paragraph B.3) in which any of them is an officer, director, employee, agent or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has or has had any business or financial relationship (other than any ordinary customer or depositor relationship with a retail establishment, public utility, or bank), including receipt of any gift or donation having a value of \$100 or more, singularly or in the aggregate, with or from any of those persons or entities listed above.

EXCEPT AS FOLLOWS: (If none, so state). None.

Check if applicable:

☐ Additional information attached. *See Attachment to Paragraph C-4(c).*

D. COMPLETENESS

That the information contained in this affidavit is complete, that all partnerships, corporations (as defined in Instructions, Paragraph B.3), and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, OR LESSEE of the land have been listed and broken down, and that prior to each hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including any gifts or business or financial relationships of the type described in Section C above, that arise or occur on or after the date of this Application.

WITNESS the following signature:

Ben Wales
check one: ☐ Applicant or ☒ Applicant's Authorized Agent

Ben I. Wales

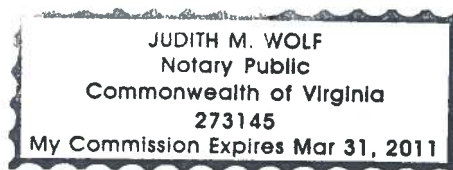
(Type or print first name, middle initial and last name and title of signee)

Subscribed and sworn before me this 8 day of December 2009, in the State/Commonwealth of Virginia, in the County/City of Fairfax.

Judith M. Wolf
Notary Public

My Commission Expires: 3/31/2011

421092 v1/RE



B D C SHAW ROAD LP
c/o BERNSTEIN MGMT CORP
5301 WISCONSIN AVE NW STE 600
WASHINGTON DC 20015

DULLES NORTH OFFICE PARK II CORP
ATTN: PROPERTY TAX ADMINISTRATOR
7501 WISCONSIN AVE STE 1500
BETHESDA MD 20814-6522

WILLOW CREEK DEVELOPMENT CORP
44330 MERCURE CIR STE 140
DULLES VA 20166-2022

E P L PROPERTIES LLC
22866 SHAW RD
STERLING VA 20166-9400

COMMONWEALTH ASSOCIATES LTD
PRTNSHP
950 S PICKETT ST
ALEXANDRIA VA 22304-4608

SHAW ROAD LLC
c/o RICHARD E CURTIS JR
3470 OLNEY LAYTONSVILLE RD #279
OLNEY MD 20832-1734

D I P BUILDING TWO LLC
PO BOX 10539
SILVER SPRING MD 20914-0539

DULLES NORTH FOUR CORP
ATTN: PROPERTY TAX ADMINISTRATOR
7501 WISCONSIN AVE STE 1500
BETHESDA MD 20814-6522

1000 SULLY ROAD LLC
c/o B F SAUL REAL ESTATE INV TRUST
7501 WISCONSIN AVE STE 1500
BETHESDA MD 20814-6522

DULLES HOSPITALITY CORP
ATTN: PROPERTY TAX ADMINISTRATOR
7501 WISCONSIN AVE STE 1500
BETHESDA MD 20814-6522

N V A DEVELOPMENT CORPORATION
ATTN: PROPERTY TAX ADMINISTRATOR
7501 WISCONSIN AVE STE 1500
BETHESDA MD 20814-6522

Receipt of Payment

Page 1 of 1

Receipt Number : 090014972
Transaction Number : A000000006414
Payment Method: CHECK
Check Number: 2299725



Date: 2009-12-10
Amount: \$15,750.00
Check Escrow Flag: N
Check Writer: DISCOVERY SHARED

Detail Information

15,750.00 SPEX-2009-0037 TOTAL FEE